

Attachment 2

**UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS**

SCANSOFT, INC.,

Plaintiff,

v.

C.A. No. 04-10353-PBS

VOICE SIGNAL TECHNOLOGIES, INC.,
LAURENCE S. GILICK, ROBERT S.
ROTH, JONATHAN P. YAMRON, and
MANFRED G. GRABHERR,

Defendants.

DECLARATION OF RICHARD C. ABATI

Richard C. Abati deposes and states as follows:

1. I am an attorney in the law firm of Choate, Hall & Stewart, and a member of the bar of the Supreme Judicial Court of the Commonwealth of Massachusetts and the United States District Court for the District of Massachusetts. I am counsel to the above-named defendants and make this declaration in support of the Voice Signal Technologies' Motion to Enjoin Plaintiff ScanSoft, Inc. (Nuance) From Prosecuting Related Patent Infringement Action in the Eastern District of Texas and to Show Cause Why Plaintiffs Should Not be Held in Contempt for Violation of the Protective Order and the Court's Neutral Expert Procedure.

2. Attached hereto as Exhibit A is a true and correct copy of the Complaint filed in an action in federal court in the Eastern District of Texas entitled *Nuance Communications, Inc. v. Voice Signal Technologies, Inc.*, Civil Action No. 506-CV-00071-DF-CMC.

3. Attached hereto as Ex. B is a true and correct copy of a March 17, 2006 press release by Nuance entitled "Court Orders Voice Signal to Produce Source Code Related to Nuance's Trade Secret Theft Lawsuit against Voice Signal," which was obtained from the Nuance website (www.nuance.com/news/pressreleases/20060317_voicesignal.asp).

* * *

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct to the best of my knowledge and belief.

/s/ Richard C. Abati

Dated: May 4 2006

Exhibit A

IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF TEXAS

NUANCE COMMUNICATIONS, INC., a
Delaware corporation,

Plaintiff,

vs.

VOICE SIGNAL TECHNOLOGIES, INC., a
Delaware corporation,

Defendant.

Civil Action No. 5062

Jury Trial Demanded

COMPLAINT FOR PATENT INFRINGEMENT

For its Complaint, plaintiff Nuance Communications, Inc. ("Nuance") (f/k/a Scansoft, Inc.) avers as follows:

NATURE OF THE ACTION

1. This is an action for patent infringement. Nuance alleges that defendant Voice Signal Technologies, Inc. ("VST") infringes Nuance's United States Patent Nos. 5,850,627, 5,920,836, and 6,092,044 (the "Patents-In-Suit") by making, using, offering for sale and contributing to and/or inducing others to make, use, sell or offer to sell products and services claimed by the Patents-In-Suit.

PARTIES

2. Nuance is a corporation organized and existing under the laws of the State of Delaware and has its principal place of business in Burlington, Massachusetts. Nuance is

engaged in the business of designing, developing and providing speech and imaging products and related services.

3. Nuance is informed and believes that defendant VST is a corporation organized and existing under the laws of the State of Delaware and has its principal place of business in Woburn, Massachusetts.

JURISDICTION AND VENUE

4. This Court has subject matter jurisdiction over this controversy under 28 U.S.C. §§ 1331 and 1338(a).

5. Venue lies within this judicial district pursuant to 28 U.S.C. §§ 1391(b), (c) and 1400(b).

FIRST CLAIM FOR RELIEF (Infringement of the '627 Patent)

6. Nuance is the owner of record of United States Patent No. 5,850,627 ("the '627 Patent") entitled "Apparatuses and Methods for Training and Operating Speech Recognition Systems" with full rights in and to the claims and causes of action involved in this suit. The United States Patent and Trademark Office duly and legally issued the '627 Patent on December 15, 1998. Exhibit A to this complaint is a true and correct copy of the '627 Patent.

7. VST has been and is infringing the '627 Patent by making, using, selling and/or offering for sale in the United States, and by contributing to and/or inducing others to make, use, sell and/or offer for sale in the United States, without license from Nuance, products or services that practice the invention claimed in the '627 Patent. These products or services include, *inter alia*, dictation software implemented on mobile telephones, or methods for using the same.

8. Nuance is informed and believes, and based thereon avers, that VST will continue to infringe, contribute to and/or induce others to infringe, the '627 Patent unless enjoined by this Court.

9. As a direct and proximate result of VST's infringement of the '627 Patent, Nuance has been and continues to be damaged in an amount yet to be determined.

10. By reason of the above acts, VST has caused and is causing, and unless enjoined and restrained by this Court, will continue to cause Nuance great and irreparable injury to among other things, the good will and business reputation of Nuance and its business relationships, all of which cannot be adequately compensated or measured in money. Nuance has no adequate remedy at law. Nuance is entitled to injunctive relief enjoining and restraining VST, its officers, agents, servants, and employees, and all persons acting in concert with VST from further infringement of the '627 Patent.

11. On information and belief, Plaintiff avers that VST's infringement of the '627 Patent is, has been and continues to be committed with full knowledge of Nuance's rights under the '627 Patent, and in willful, wanton and deliberate disregard thereof, rendering this an exceptional case under 35 U.S.C. §285.

SECOND CLAIM FOR RELIEF
(Infringement of the '836 Patent)

12. Nuance, under its former name of Scansoft, Inc. is the owner of record of United States Patent No. 5,920,836 ("the '836 Patent") entitled "Word Recognition System Using Language Context at Current Cursor Position to Affect Recognition Probabilities" with full rights in and to the claims and causes of action involved in this suit. The United States Patent and Trademark Office duly and legally issued the '836 Patent on July 6, 1999. Exhibit B to this complaint is a true and correct copy of the '836 Patent.

13. VST has been and is infringing the '836 Patent by making, using, selling and/or offering for sale in the United States, and by contributing to and/or inducing others to make, use, sell and/or offer for sale in the United States, without license from Nuance, products or services that practice the invention claimed in the '836 Patent. These products or services include, *inter alia*, dictation software implemented on mobile telephones, or methods for using the same.

14. Nuance is informed and believes, and based thereon avers, that VST will continue to infringe, contribute to and/or induce others to infringe, the '836 Patent unless enjoined by this Court.

15. As a direct and proximate result of Defendant's infringement of the '836 Patent, Nuance has been and continues to be damaged in an amount yet to be determined.

16. By reason of the above acts, VST has caused and is causing, and unless enjoined and restrained by this Court, will continue to cause Nuance great and irreparable injury to among other things, the good will and business reputation of Nuance and its business relationships, all of which cannot be adequately compensated or measured in money. Nuance has no adequate remedy at law. Nuance is entitled to injunctive relief enjoining and restraining VST, its officers, agents, servants, and employees, and all persons acting in concert with VST from further infringement of the '836 Patent.

17. On information and belief, Nuance avers that VST's infringement of the '836 Patent is, has been and continues to be committed with full knowledge of Nuance's rights under the '836 Patent, and in willful, wanton and deliberate disregard thereof, rendering this an exceptional case under 35 U.S.C. §285.

THIRD CLAIM FOR RELIEF
(Infringement of the '044 Patent)

18. Nuance is the owner of record of United States Patent No. 6,092,044 ("the '044 Patent") entitled "Pronunciation Generation in Speech Recognition" with full rights in and to the claims and causes of action involved in this suit. The United States Patent and Trademark Office duly and legally issued the '044 Patent on July 18, 2000. Exhibit C to this complaint is a true and correct copy of the '044 Patent.

19. VST has been and is infringing the '044 Patent by making, using, selling and/or offering for sale in the United States, and by contributing to and/or inducing others to make, use, sell and/or offer for sale in the United States, without license from Nuance, products or services that practice the invention claimed in the '044 Patent. These products or services include, *inter alia*, dictation software implemented on mobile telephones, or methods for using the same.

20. Nuance is informed and believes, and based thereon avers, that VST will continue to infringe, contribute to and/or induce others to infringe, the '044 Patent unless enjoined by this Court.

21. As a direct and proximate result of VST's infringement of the '044 Patent, Nuance has been and continues to be damaged in an amount yet to be determined.

22. By reason of the above acts, VST has caused and is causing, and unless enjoined and restrained by this Court, will continue to cause Nuance great and irreparable injury to among other things, the good will and business reputation of Nuance and its business relationships, all of which cannot be adequately compensated or measured in money. Nuance has no adequate remedy at law. Nuance is entitled to injunctive relief enjoining and restraining VST, its officers, agents, servants, and employees, and all persons acting in concert with VST from further infringement of the '044 Patent.

23. On information and belief, Nuance avers that VST's infringement of the '044 Patent is, has been and continues to be committed with full knowledge of Nuance's rights under the '044 Patent, and in willful, wanton and deliberate disregard thereof, rendering this an exceptional case under 35 U.S.C. §285.

PRAYER FOR RELIEF

WHEREFORE, plaintiff Nuance Communications, Inc. prays for judgment against VST as follows:

- (1) Preliminarily and permanently enjoining VST, its officers, agents, servants, and employees, and all persons acting in concert with VST, from infringing and contributing to and/or inducing others to infringe U.S. Patent Nos. 5,850,627, 5,920,836, and 6,092,044;
- (2) Awarding Nuance damages based on VST's infringement of U.S. Patent Nos. 5,850,627, 5,920,836, and 6,092,044, and trebling same by reason of the willful, wanton and deliberate nature of such infringement;
- (3) Assessing prejudgment interest on damages;
- (4) Declaring that this is an exceptional case under 35 U.S.C. § 285 and awarding Plaintiffs their attorney's fees and costs in this action; and
- (5) Awarding such other and further relief as the Court deems just and equitable.

Respectfully submitted,



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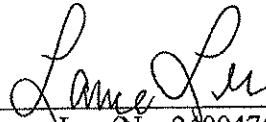
Facsimile: (213) 430-6407

Dated: March 21, 2006

DEMAND FOR JURY TRIAL

Plaintiff Nuance Communications, Inc. hereby demands trial by jury of all issues so triable under the law.

Respectfully submitted,



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Dated: March 21, 2006

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Exhibit B


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Court Orders Voice Signal to Produce Source Code Related to Nuance's Trade Secret Theft Lawsuit against Voice Signal

BURLINGTON, Mass., March 17, 2006 – Nuance Communications, Inc. (NASDAQ: NUAN), the leading supplier of speech and imaging solutions, today announced that the United States District Court for the District of Massachusetts has issued an Order for Voice Signal Technologies, Inc. to produce "complete and unredacted" source code to Nuance's designated counsel and a neutral expert as part of the Company's trade secret misappropriation lawsuit against Voice Signal.

On February 23, 2004, Nuance (formerly ScanSoft, Inc.) announced that it had filed a trade secret misappropriation and patent infringement lawsuit against Voice Signal Technologies, Inc. in the United States District Court for the District of Massachusetts.

The Company's trade secret misappropriation complaint states that Voice Signal has misappropriated and uses Nuance confidential information and trade secrets in the field of speech recognition and related technologies, which the Company acquired when it purchased certain assets from Lernout and Hauspie in 2001. This trade secret information includes speech and natural language information and technologies that provide Nuance with competitive advantages in the market for embedded speech products.

In its patent infringement complaint, the Company states that Voice Signal Technologies, Inc. infringes a Nuance patent that covers voice-activated dialing for mobile telephones. Nuance seeks monetary damages for past infringement and injunctive relief to prevent Voice Signal from continuing to infringe U.S. Patent No. 6,501,966 "Speech Recognition System for Electronic Switches in a Non-Wireline Communications Network."

Nuance Communications, Inc.

Nuance (Nasdaq: NUAN) is the leading provider of speech and imaging solutions for businesses and consumers around the world. Its technologies, applications and services make the user experience more compelling by transforming the way people interact with information and how they create, share and use documents. Every day, millions of users and thousands of businesses experience Nuance's proven applications. For more information, please visit www.nuance.com.

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